

 **香港信貸**
Hong Kong Finance

香港信貸集團有限公司
Hong Kong Finance Group Limited

(Incorporated in the Cayman Islands with limited liability) Stock Code: 1273
(於開曼群島註冊成立之有限公司) 股份代號: 1273



INTERIM REPORT 中期報告

2017

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CORPORATE INFORMATION

公司資料

DIRECTORS AND BOARD COMMITTEES

Directors

Executive Directors

Chan Koung Nam
Chan Kwong Yin William (*Chairman*)
Tse Pui To (*Chief Executive Officer*)

Independent Non-executive Directors

Chan Siu Wing Raymond
Chu Yat Pang Terry
Cheung Kok Cheong

Board Committees

Audit Committee

Chan Siu Wing Raymond (*Chairman*)
Chu Yat Pang Terry
Cheung Kok Cheong

Remuneration Committee

Chu Yat Pang Terry (*Chairman*)
Chan Koung Nam
Cheung Kok Cheong

Nomination Committee

Chan Kwong Yin William (*Chairman*)
Chu Yat Pang Terry
Cheung Kok Cheong

COMPANY SECRETARY

Hui Chun Ho Eric

REGISTERED OFFICE

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

HEADQUARTERS AND PRINCIPAL PLACE OF BUSINESS

Unit 3410, 34th Floor, Tower II
Lippo Centre
89 Queensway
Admiralty
Hong Kong

董事及董事委員會

董事

執行董事

陳光南
陳光賢 (*主席*)
謝培道 (*行政總裁*)

獨立非執行董事

陳兆榮
朱逸鵬
張國昌

董事委員會

審核委員會

陳兆榮 (*主席*)
朱逸鵬
張國昌

薪酬委員會

朱逸鵬 (*主席*)
陳光南
張國昌

提名委員會

陳光賢 (*主席*)
朱逸鵬
張國昌

公司秘書

許俊浩

註冊辦事處

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

總部及

主要營業地點

香港
金鐘
金鐘道89號
力寶中心
二座34樓3410室

CORPORATE INFORMATION

公司資料

PRINCIPAL BANKER

DBS Bank (Hong Kong) Limited

LEGAL ADVISERS

As to Hong Kong law:

Cheung & Choy Solicitors & Notaries

As to Cayman Islands law:

Conyers Dill & Pearman (Cayman) Limited

AUDITOR

PricewaterhouseCoopers

PRINCIPAL SHARE REGISTRAR AND TRANSFER OFFICE IN CAYMAN ISLANDS

Conyers Trust Company (Cayman) Limited
(formerly known as "Codan Trust Company
(Cayman) Limited")

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

BRANCH SHARE REGISTRAR AND TRANSFER OFFICE IN HONG KONG

Tricor Investor Services Limited
Level 22, Hopewell Centre
183 Queen's Road East
Hong Kong
(up to 31 December 2017)

Union Registrars Limited
Suites 3301-04, 33/F.
Two Chinachem Exchange Square
338 King's Road
North Point, Hong Kong
(from 1 January 2018)

STOCK CODE

1273

COMPANY'S WEBSITE

www.hkfinance.hk

主要往來銀行

星展銀行(香港)有限公司

法律顧問

香港法律方面：

張世文蔡敏律師事務所

開曼群島法律方面：

Conyers Dill & Pearman (Cayman) Limited

核數師

羅兵咸永道會計師事務所

開曼群島股份登記及 過戶總處

Conyers Trust Company (Cayman) Limited
(前稱為「Codan Trust Company
(Cayman) Limited」)

Cricket Square, Hutchins Drive
P.O. Box 2681
Grand Cayman, KY1-1111
Cayman Islands

香港股份過戶登記分處

卓佳證券登記有限公司
香港
皇后大道東 183 號
合和中心 22 樓
(至 2017 年 12 月 31 日止)

聯合證券登記有限公司
香港北角
英皇道 338 號
華懋交易廣場 2 期
33 樓 3301-04 室
(由 2018 年 1 月 1 日起)

股份代號

1273

公司網址

www.hkfinance.hk

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料審閱報告



TO THE BOARD OF DIRECTORS OF HONG KONG FINANCE GROUP LIMITED

(Incorporated in Cayman Islands with limited liability)

We have reviewed the interim financial information set out on pages 6 to 32, which comprise the interim condensed consolidated statements of financial position of Hong Kong Finance Group Limited (the “Company”) and its subsidiaries (together, the “Group”) as at 30 September 2017 and the related interim condensed consolidated statement of comprehensive income, changes in equity and cash flows for the six-month period then ended, and a summary of significant accounting policies and other explanatory notes. The directors of the Company are responsible for the preparation and presentation of this interim financial information in accordance with Hong Kong Accounting Standard 34 “Interim Financial Reporting”. Our responsibility is to express a conclusion on this interim financial information based on our review and to report our conclusion solely to you, as a body, in accordance with our agreed terms of engagement and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

羅兵咸永道

致：香港信貸集團有限公司 董事會

(於開曼群島註冊成立之有限公司)

我們已審閱列載於第6至32頁之中期財務資料，此中期財務資料包括香港信貸集團有限公司（「貴公司」）及其附屬公司（合稱「貴集團」）於2017年9月30日之中期簡明綜合財務狀況表與截至該日止六個月期間的相關中期簡明綜合全面收入表、權益變動表和現金流量表，以及主要會計政策概要和其他附註解釋。貴公司董事須負責根據香港會計準則第34號「中期財務報告」編製及列報該等中期財務資料。我們的責任是根據我們的審閱對該等中期財務資料作出結論，並按照委聘之協定條款僅向整體董事會報告，除此之外本報告別無其他目的。我們不會就本報告的內容向任何其他人士負責或承擔任何責任。

REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

中期財務資料審閱報告

SCOPE OF REVIEW

We conducted our review in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Hong Kong Institute of Certified Public Accountants. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Hong Kong Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the interim financial information is not prepared, in all material respects, in accordance with Hong Kong Accounting Standard 34 "Interim Financial Reporting".

PricewaterhouseCoopers
Certified Public Accountants

Hong Kong, 29 November 2017

審閱範圍

我們已根據香港會計師公會頒佈的香港審閱準則第2410號「由實體的獨立核數師執行中期財務資料審閱」進行審閱。審閱中期財務資料包括主要向負責財務和會計事務的人員作出查詢，及應用分析性和其他審閱程序。審閱的範圍遠較根據香港審計準則進行審核的範圍為小，故不能令我們可保證我們將知悉在審核中可能被發現的所有重大事項。因此，我們不會發表審核意見。

結論

按照我們的審閱，我們並無發現任何事項，令我們相信中期財務資料在各重大方面未有根據香港會計準則第34號「中期財務報告」的規定編製。

羅兵咸永道會計師事務所
執業會計師

香港，2017年11月29日

INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

中期簡明綜合全面收入表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		Six months ended 30 September 截至9月30日止六個月		
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$' 000 千港元 (Unaudited) (未經審核)	
	Note 附註			
Revenue	收益	4, 5	60,037	50,124
Other income	其他收入	5	9,702	3,887
Provision for impairment and write-off of loans receivable and repossessed assets, net	應收貸款及收回資產減值撥備及撇銷淨額	6	(8,856)	(755)
Administrative expenses	行政開支	7	(24,342)	(13,828)
Operating profit	經營溢利		36,541	39,428
Finance costs	融資成本	8	(13,229)	(10,651)
Profit before income tax	除所得稅前溢利		23,312	28,777
Income tax expense	所得稅開支	9	(2,712)	(4,417)
Profit and total comprehensive income for the period attributable to owners of the Company	本公司擁有人應佔期間溢利及全面收入總額		20,600	24,360
Earnings per share for profit attributable to owners of the Company	本公司擁有人應佔溢利之每股盈利			
— Basic (HK cents)	— 基本(港仙)	10(a)	4.96	5.87
— Diluted (HK cents)	— 攤薄(港仙)	10(b)	4.96	5.87
Dividends	股息	11	3,320	6,640

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

中期簡明綜合財務狀況表

As at 30 September 2017 於2017年9月30日

			As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
ASSETS	資產			
Non-current assets	非流動資產			
Property, plant and equipment	物業、廠房及設備		80,770	81,529
Investment properties	投資物業		72,920	64,530
Available-for-sale investment	可供出售投資		625	625
Loans receivable	應收貸款	12	102,192	59,039
Other asset	其他資產		1,100	1,100
Deferred income tax assets	遞延所得稅資產		1,299	266
Total non-current assets	非流動資產總額		258,906	207,089
Current assets	流動資產			
Loans receivable	應收貸款	12	639,439	760,003
Interest receivables	應收利息	13	17,064	17,887
Prepayments, deposits and other receivables	預付款項、按金及其他應收款項		4,346	5,195
Tax recoverable	可收回稅項		–	1,461
Cash and cash equivalents	現金及現金等價物		28,654	15,298
Total current assets	流動資產總額		689,503	799,844
Total assets	資產總額		948,409	1,006,933
EQUITY	權益			
Equity attributable to the owners of the Company	本公司擁有人應佔權益			
Share capital	股本		4,150	4,150
Reserves	儲備		508,465	492,430
Total equity	權益總額		512,615	496,580

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

中期簡明綜合財務狀況表

As at 30 September 2017 於2017年9月30日

			As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
LIABILITIES	負債			
Current liabilities	流動負債			
Trade and other payables	貿易及其他應付款項		6,628	6,972
Amount due to a fellow subsidiary	應付一間同系附屬公司款項	17(b)	34,900	69,700
Tax payable	應付稅項		2,289	–
Bank and other borrowings	銀行及其他借款	14	268,600	315,752
Dividends payables	應付股息		4,565	–
Bonds	債券	15	36,700	–
Total current liabilities	流動負債總額		353,682	392,424
Non-current liabilities	非流動負債			
Bonds	債券	15	78,272	113,797
Deferred income tax liabilities	遞延所得稅負債		3,840	4,132
Total non-current liabilities	非流動負債總額		82,112	117,929
Total liabilities	負債總額		435,794	510,353
Total equity and liabilities	權益及負債總額		948,409	1,006,933
Net current assets	流動資產淨額		335,821	407,420
Total assets less current liabilities	資產總額減流動負債		594,727	614,509

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

中期簡明綜合權益變動表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		Attributable to owners of the Company (Unaudited)					
		本公司擁有人應佔(未經審核)					
		Share capital	Share premium	Capital reserve	Share options reserve	Retained earnings	Total
		股本	股份溢價	資本儲備	購股權儲備	保留盈利	總計
		HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000	HK\$'000
		千港元	千港元	千港元	千港元	千港元	千港元
Balance at 1 April 2017	於2017年4月1日之結餘	4,150	103,665	100,020	3,256	285,489	496,580
Total comprehensive income for the period ended 30 September 2017	截至2017年9月30日止期間之全面收入總額	-	-	-	-	20,600	20,600
Share options lapsed during the period	期內失效購股權	-	-	-	(59)	59	-
Dividends relating to the year ended 31 March 2017	有關截至2017年3月31日止年度之股息	-	-	-	-	(4,565)	(4,565)
Balance at 30 September 2017	於2017年9月30日之結餘	4,150	103,665	100,020	3,197	301,583	512,615
Balance at 1 April 2016	於2016年4月1日之結餘	4,150	103,665	100,020	2,777	252,357	462,969
Total comprehensive income for the period ended 30 September 2016	截至2016年9月30日止期間之全面收入總額	-	-	-	-	24,360	24,360
Transactions with owners Employee share option scheme: — Value of employee services	與擁有人之交易 僱員購股權計劃： — 僱員服務價值	-	-	-	301	-	301
Dividends relating to the year ended 31 March 2016	有關截至2016年3月31日止年度之股息	-	-	-	-	(6,640)	(6,640)
Balance at 30 September 2016	於2016年9月30日之結餘	4,150	103,665	100,020	3,078	270,077	480,990

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

中期簡明綜合現金流量表

For the six months ended 30 September 2017 截至2017年9月30日止六個月

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Cash flows from operating activities	經營業務所得現金流量		
Cash generated from operating activities	經營業務所得現金	74,907	43,031
Interest paid	已付利息	(13,229)	(9,475)
Hong Kong profits tax paid	已付香港利得稅	(208)	(2,080)
Net cash generated from operating activities	經營業務所得現金淨額	61,470	31,476
Cash flows from investing activities	投資業務所得現金流量		
Purchase of property, plant and equipment	購買物業、廠房及設備	(962)	(20)
Net cash used in investing activities	投資業務所用現金淨額	(962)	(20)
Cash flows from financing activities	融資業務所得現金流量		
Repayment of bank and other borrowings	償還銀行及其他借款	(65,865)	(42,515)
Proceeds from new bank and other borrowings	新增銀行及其他借款所得款項	18,713	12,079
Net cash used in financing activities	融資業務所用現金淨額	(47,152)	(30,436)
Net increase in cash and cash equivalents	現金及現金等價物增加淨額	13,356	1,020
Cash and cash equivalents at beginning of the year	年初之現金及現金等價物	15,298	20,791
Cash and cash equivalents at end of the period	期末之現金及現金等價物	28,654	21,811

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

1 GENERAL INFORMATION

Hong Kong Finance Group Limited (the “Company”) was incorporated in the Cayman Islands on 6 February 2013 as an exempted company with limited liability under the Companies Law, Cap 22 (Law 3 of 1961, as consolidated and revised), of the Cayman Islands. The address of the Company’s registered office is Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands. The Company is listed on the Main Board of The Stock Exchange of Hong Kong Limited.

The Company is an investment holding company. The Company and its subsidiaries (the “Group”) are principally engaged in money lending business of providing property mortgage loans and personal loans in Hong Kong.

The ultimate holding company of the Company is Tin Ching Holdings Limited, a company incorporated in the British Virgin Islands.

These interim condensed consolidated financial statements of the Company are presented in thousands of Hong Kong dollars (“HK\$’000”), unless otherwise stated. These interim condensed consolidated financial statements were approved by the board of the Company for issue on 29 November 2017.

These interim condensed consolidated financial statements are unaudited and have been reviewed.

2 BASIS OF PREPARATION

The interim condensed consolidated financial statements of the Company for the six months ended 30 September 2017 have been prepared in accordance with Hong Kong Accounting Standard (“HKAS”) 34 “Interim financial reporting” issued by the Hong Kong Institute of Certified Public Accountants (“HKICPA”). The interim condensed consolidated financial statements should be read in conjunction with the 2017 annual report of the Company, which have been prepared in accordance with Hong Kong Financial Reporting Standards (“HKFRSs”).

1 一般資料

香港信貸集團有限公司(「本公司」)於2013年2月6日根據開曼群島公司法第22章(1961年第三項法例，經綜合及修訂)在開曼群島註冊成立為獲豁免有限公司。本公司之註冊辦事處地址為Cricket Square, Hutchins Drive, P.O. Box 2681, Grand Cayman, KY1-1111, Cayman Islands。本公司於香港聯合交易所有限公司主板上市。

本公司為一間投資控股公司。本公司及其附屬公司(「本集團」)主要於香港從事提供物業按揭貸款及私人貸款之放債業務。

本公司之最終控股公司為天晶控股有限公司，該公司在英屬處女群島註冊成立。

除另有註明外，本公司之該等中期簡明綜合財務報表以千港元(「千港元」)呈列。該等中期簡明綜合財務報表已於2017年11月29日獲董事會批准刊發。

該等中期簡明綜合財務報表未經審核但已審閱。

2 編製基準

本公司截至2017年9月30日止六個月之中期簡明綜合財務報表是依照香港會計師公會(「香港會計師公會」)頒佈之香港會計準則(「香港會計準則」)第34號「中期財務報告」編製。中期簡明綜合財務報表應與本公司2017年年報一併閱讀，該報告為遵照香港財務報告準則(「香港財務報告準則」)編製。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

3 APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS

The accounting policies applied are consistent with those of the annual financial statements for the year ended 31 March 2017, as described in those annual financial statements, except for the estimation of income tax using the tax rate that would be applicable to expected total annual earnings and the adoption of amendments to HKFRSs effective for the financial year ending 31 March 2018.

(A) Amendments to HKFRSs effective for the financial year ending 31 March 2017 do not have a material impact on the Group.

(B) Impact of standards issued but not yet applied by the Group

HKFRS 9 Financial instruments

HKFRS 9 Financial Instruments addresses the classification, measurement and derecognition of financial assets and financial liabilities, and introduces new rules for hedge accounting and a new impairment model for financial assets. The Group has decided not to adopt HKFRS 9 until it becomes mandatory on 1 January 2018.

The Group does not expect the new guidance to have a significant impact on the classification and measurement of its financial assets.

3 應用新訂及經修訂香港財務報告準則

誠如該等年度財務報表所述，除使用適用於預期年度盈利總額之稅率估計所得稅及採納於截至2018年3月31日止財政年度生效之香港財務報告準則(修訂本)外，所採用會計政策與截至2017年3月31日止年度年度財務報表所載者一致。

(A) 截至2017年3月31日止財政年度生效之香港財務報告準則(修訂本)對本集團並無重大影響。

(B) 已頒佈但本集團尚未應用準則之影響

香港財務報告準則第9號 金融工具

香港財務報告準則第9號 金融工具，闡述金融資產及金融負債之分類、計量及終止確認，為對沖會計引入新規則及為金融資產引入新減值模式。本集團已決定不採納香港財務報告準則第9號，直至其於2018年1月1日強制生效為止。

本集團預期新指引並不會對其金融資產之分類及計量產生重大影響。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

3 APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS (Continued)

(B) Impact of standards issued but not yet applied by the Group (Continued)

HKFRS 9 Financial instruments (Continued)

There will be no impact on the Group's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the Group does not have any such liabilities. The derecognition rules have been transferred from HKAS 39 Financial Instruments: Recognition and Measurement and have not been changed.

The new impairment model requires the recognition of impairment provisions based on expected credit losses ("ECL") rather than only incurred credit losses as is the case under HKAS 39. It applies to financial assets classified at amortised cost, debt instruments measured at fair value through other comprehensive income ("FVOCI"), contract assets under HKFRS 15 Revenue from Contracts with Customers, lease receivables, loan commitments and certain financial guarantee contracts.

The Group is currently assessing the impact of HKFRS 9 to the Group and expects the adoption of HKFRS 9 will result in an earlier recognition of credit losses. The Group will perform a more detailed assessment which considers all reasonable and supportable information for accounting estimation of expected credit losses on its loans receivable upon the adoption of HKFRS 9.

3 應用新訂及經修訂香港財務報告準則(續)

(B) 已頒佈但本集團尚未應用準則之影響(續)

香港財務報告準則第9號 金融工具(續)

由於新規定僅影響指定為按公平值計入損益賬之金融負債之會計處理，而本集團並無任何該等負債，故本集團金融負債之會計處理不會受到影響。終止確認規則沿襲香港會計準則第39號 金融工具：確認及計量的規定，且無任何更改。

新減值模式規定按預期信貸虧損(「預期信貸虧損」)而非香港會計準則第39號項下之僅按已發生之信貸虧損確認減值撥備。其適用於按攤銷成本分類之金融資產、按公平值計入其他全面收入(「按公平值計入其他全面收入」)之債務工具、香港財務報告準則第15號 來自客戶合約之收入項下合約資產、應收租賃款項、貸款承擔及若干財務擔保合約。

本集團現正評估香港財務報告準則第9號對本集團之影響，並預期採納香港財務報告準則第9號將導致提早確認信貸虧損。本集團將於採納香港財務報告準則第9號時進行更詳盡評估，就對其應收貸款之預期信貸虧損作出會計估計考慮所有合理及具支持性資料。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

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3 APPLICATION OF NEW AND REVISED HONG KONG FINANCIAL REPORTING STANDARDS *(Continued)*

(B) Impact of standards issued but not yet applied by the Group *(Continued)*

The new standard also introduces expanded disclosure requirements and changes in presentation. These are expected to change the nature and extent of the Group's disclosures about its financial instruments particularly in the year of the adoption of the new standard.

4 SEGMENT INFORMATION

During the six months ended 30 September 2017 and 2016, all of the Group's revenue was generated from the money lending business of providing property mortgage loans and personal loans in Hong Kong. Revenue represents interest income earned from such loans offered to the Group's customers. Information reported to the Group's chief operating decision maker, for the purpose of resource allocation and assessment of the Group's performance, is focused on the operating results of the Group as a whole, as the Group's resources are integrated and no discrete financial information is available. Accordingly, no segment analysis or information about the Group's products and services are presented.

All of the Group's revenue from external customers and assets were generated from and located in Hong Kong during the six months ended 30 September 2017 and 2016.

3 應用新訂及經修訂香港財務報告準則(續)

(B) 已頒佈但本集團尚未應用準則之影響(續)

新準則亦引入擴大披露之要求及呈列變動。有關變動預期將更改本集團金融工具所披露之性質及範圍，尤其是採納新準則之年度。

4 分部資料

截至2017年及2016年9月30日止六個月，本集團之全部收益來自在香港提供物業按揭貸款及私人貸款之放債業務。收益即授予本集團客戶之該等貸款所賺取之利息收入。就資源分配及評估本集團之表現而言，呈報予本集團主要營運決策人之資料主要關注本集團整體經營業績，因本集團資源已整合，故無法獲得獨立財務資料。因此，並無呈列有關本集團產品與服務之分部分析或資料。

截至2017年及2016年9月30日止六個月，本集團來自外部客戶之所有收益及資產均產生自及位於香港境內。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

5 REVENUE AND OTHER INCOME

Revenue represents the interest income earned from the money lending business of providing property mortgage loans and personal loans in Hong Kong. Revenue and other income recognised during the period are as follows:

5 收益及其他收入

收益即在香港提供物業按揭貸款及私人貸款之放債業務所賺取之利息收入。於期內所確認之收益及其他收入如下：

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Revenue	收益		
Interest income — property mortgage loans	利息收入 — 物業按揭貸款	52,791	50,124
Interest income — personal loans	利息收入 — 私人貸款	7,246	—
Total revenue	總收益	60,037	50,124
Other income	其他收入		
Fair value gains on revaluation of investment properties	重估投資物業之公平值收益	8,390	2,740
Rental income	租金收入	1,312	1,147
Total other income	其他收入總額	9,702	3,887

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

6 PROVISION FOR IMPAIRMENT AND WRITE-OFF OF LOANS RECEIVABLE AND REPOSSESSED ASSETS, NET

6 應收貸款及收回資產減值撥備及撇銷淨額

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Provision for individual impairment assessment of loans receivable, net (Note 12)	就應收貸款個別減值評估作出撥備淨額 (附註 12)	2,567	50
Provision for collective impairment assessment of loans receivable (Note 12)	就應收貸款整體減值評估作出撥備 (附註 12)	3,846	640
Write-off of loans receivable (Note 12)	撇銷應收貸款 (附註 12)	2,443	–
Provision for impairment of repossessed asset	收回資產減值撥備	–	65
Total provision for impairment and write-off of loans receivable and repossessed assets, net	應收貸款及收回資產減值撥備及撇銷總額	8,856	755

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

7 ADMINISTRATIVE EXPENSES

7 行政開支

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Employee benefit expenses (including directors' emoluments)	僱員福利開支 (包括董事酬金)	8,998	5,431
Advertising and marketing expenses	廣告及營銷開支	6,619	2,865
Depreciation of property, plant and equipment	物業、廠房及設備折舊	1,722	1,235
Other expenses	其他開支	7,003	4,297
Total administrative expenses	行政開支總額	24,342	13,828

8 FINANCE COSTS

8 融資成本

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest on secured bank loans wholly repayable within 5 years	於5年內全數償還之 有抵押銀行貸款利息	5,370	3,508
Interest on bank overdrafts	銀行透支利息	108	183
Interest on amount due to a fellow subsidiary	應付一間同系附屬 公司款項利息	1,968	2,053
Interest and other expenses on bonds	債券之利息及其他開支	4,538	4,538
Interest on other borrowings	其他借款利息	1,245	369
Total finance costs	融資成本總額	13,229	10,651

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

9 INCOME TAX EXPENSE

Hong Kong profits tax has been provided for at the rate of 16.5% (2016: 16.5%) on the estimated assessable profits during the six months ended 30 September 2017.

The amount of income tax charged to the interim condensed consolidated statement of comprehensive income represents:

9 所得稅開支

截至2017年9月30日止六個月，已按估計應課稅溢利之16.5% (2016年：16.5%) 就香港利得稅計提撥備。

於中期簡明綜合全面收入表扣除之所得稅金額指：

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Hong Kong profits tax	香港利得稅		
— Current period	— 本期間	4,091	4,372
— (Over)/under provision in prior periods	— 過往期間(超額撥 備)/撥備不足	(53)	142
Deferred income tax	遞延所得稅	(1,326)	(97)
		2,712	4,417

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

10 EARNINGS PER SHARE

(a) Basic earnings per share

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company of HK\$20,600,000 (2016: HK\$24,360,000) by the weighted average number of 415,000,000 (2016: 415,000,000) ordinary shares in issue during the six months ended 30 September 2017.

10 每股盈利

(a) 每股基本盈利

每股基本盈利之計算方式為將截至2017年9月30日止六個月之本公司擁有人應佔溢利20,600,000港元(2016年: 24,360,000港元)除以已發行普通股之加權平均數415,000,000股(2016年: 415,000,000股)。

Six months ended
30 September
截至9月30日止六個月

		2017 2017年 (Unaudited) (未經審核)	2016 2016年 (Unaudited) (未經審核)
Profit attributable to owners of the Company (HK\$'000)	本公司擁有人應佔溢利(千港元)	20,600	24,360
Weighted average number of ordinary shares in issue for basic earnings per share ('000)	就計算每股基本盈利之已發行普通股之加權平均數(千股)	415,000	415,000
Basic earnings per share (HK cents)	每股基本盈利(港仙)	4.96	5.87

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

10 EARNINGS PER SHARE (Continued)

(b) Diluted earnings per share

Diluted earnings per share for the six months ended 30 September 2017 is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. Shares issuable under the share option scheme are the only dilutive potential ordinary shares of the Company. For the share options, the number of shares that would have been issued assuming the exercise of the share options less the number of shares that could have been issued at fair value (determined as the average market price per share for the period) for the same total proceeds is the number of shares issued for no consideration. The resulting number of shares issued for no consideration is included in the weighted average number of ordinary shares as the denominator for calculating diluted earnings per share.

10 每股盈利(續)

(b) 每股攤薄盈利

截至2017年9月30日止六個月之每股攤薄盈利，乃假設兌換所有具潛在攤薄影響普通股，按調整尚未發行普通股之加權平均數計算。根據購股權計劃可予發行之股份為本公司唯一具潛在攤薄影響之普通股。就購股權而言，假設行使購股權而原應發行之股份數目減去以相同所得款項總額按公平值（乃按期內每股平均市價釐定）所能發行之股份數目，即為以零代價發行之股份數目。據此得出以零代價發行之股份數目於計算每股攤薄盈利時計入作為分母之普通股加權平均數。

Six months ended
30 September
截至9月30日止六個月

		2017 2017年 (Unaudited) (未經審核)	2016 2016年 (Unaudited) (未經審核)
Profit attributable to owners of the Company (HK\$'000)	本公司擁有人應佔溢利(千港元)	20,600	24,360
Weight average number of ordinary shares in issue for diluted earnings per share ('000)	就計算每股攤薄盈利之已發行普通股之加權平均數(千股)	415,000	415,000
Diluted earnings per share (HK cents)	每股攤薄盈利(港仙)	4.96	5.87

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

10 EARNINGS PER SHARE (Continued)

(b) Diluted earnings per share (Continued)

The calculation of diluted earnings per share of the six months ended 30 September 2017 do not assume the exercise of the Company's share options as the exercise prices of the outstanding share options were higher than the market price of the shares of the Company during the period.

11 DIVIDENDS

At the date of this report, the Board declared an interim dividend of HK0.8 cents (2016: HK1.6 cents) per share. The interim dividend amounting to HK\$3,320,000 have not been recognised as a liability for the six months ended 30 September 2017. It will be recognised in shareholders' equity in the year ending 31 March 2018.

A final dividend of HK1.1 cents per share relating to the year ended 31 March 2017, amounting to HK\$4,565,000, was declared and approved in September 2017 and paid in October 2017.

10 每股盈利(續)

(b) 每股攤薄盈利(續)

由於截至2017年9月30日止六個月尚未行使購股權之行使價高於本公司股份市價，因此於計算期內每股攤薄盈利時並無假設本公司購股權獲行使。

11 股息

於本報告日期，董事會已宣派中期股息每股0.8港仙(2016年：1.6港仙)。中期股息3,320,000港元並未確認為截至2017年9月30日止六個月之負債。其將於截至2018年3月31日止年度於股東權益中確認。

截至2017年3月31日止年度之末期股息每股1.1港仙(總額為4,565,000港元)於2017年9月宣派及批准，並於2017年10月派付。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

12 LOANS RECEIVABLE

12 應收貸款

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Gross loans receivable — property mortgage loans	應收貸款總額 — 物業按揭貸款	702,226	825,363
Gross loans receivable — personal loans	應收貸款總額 — 私人貸款	52,821	—
Total gross loans receivable	應收貸款總額	755,047	825,363
Less: Provision for individual impairment assessment of loans receivable	減：就應收貸款個別 減值評估作出 撥備	(5,717)	(3,150)
Provision for collective impairment assessment of loans receivable	就應收貸款整體 減值評估作出 撥備	(5,256)	(1,410)
Written-off of loans receivable	撇銷應收貸款	(2,443)	(1,761)
Loans receivable, net of provision for impairment and write-off	應收貸款，扣除減值 撥備及撇銷後	741,631	819,042
Less: non-current portion	減：非流動部份	(102,192)	(59,039)
Current portion	流動部份	639,439	760,003

The Group's loans receivable, which arise from the money lending business of providing property mortgage loans and personal loans in Hong Kong, are denominated in Hong Kong dollars.

本集團應收貸款來自於香港提供物業按揭貸款及私人貸款之放債業務，並以港元計值。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

12 LOANS RECEIVABLE (Continued)

Except for loans receivable of HK\$52,821,000 (31 March 2017: HK\$17,325,000) which are unsecured, loans receivable are secured by collaterals provided by customers, bear interest and are repayable with fixed terms agreed with the customers.

Movements on the Group's individual impairment of loans receivable are as follows:

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the year	於年初	3,150	1,791
Provision for individual impairment of loans receivable	就應收貸款個別減值作出撥備	2,567	1,359
At end of the period/year	於期/年終	5,717	3,150

As at 30 September 2017, additional collective impairment of loans receivable of HK\$3,846,000 (31 March 2017: HK\$668,000) was made.

For property mortgage loans, the Group performs collective impairment assessment of loans receivable by grouping together all its receivables with similar credit risk characteristics and by applying a historical impairment rate, taking the average of the most recent 3 financial periods of the percentage of impairment loss recognised in the consolidated statement of comprehensive income to the total loans and interest receivables as at the respective period/year end dates.

12 應收貸款(續)

除為數52,821,000港元(2017年3月31日: 17,325,000港元)之應收貸款為無抵押外, 應收貸款以客戶提供之抵押品作為抵押、計息及須於與客戶議定之固定期限內償還。

本集團就應收貸款個別減值之變動如下:

於2017年9月30日, 就應收貸款已作出額外整體減值3,846,000港元(2017年3月31日: 668,000港元)。

就物業按揭貸款而言, 本集團透過集合信貸風險特徵類似之所有應收款項, 並採用過往減值率對應收貸款進行整體減值評估。過往減值率採用最近3個財政期間內綜合全面收入表所確認減值虧損佔相關期間/年度結算日之應收貸款及利息總額百分比之平均值計算。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

12 LOANS RECEIVABLE (Continued)

For personal loans, the Group performs collective impairment assessment of loans receivable by applying a historical impairment rate since the commencement of the personal loans business, as well as making reference to rates adopted by other licensed money lenders.

Movements on the Group's collective impairment of loans receivable are as follows:

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
At beginning of the year	於年初	1,410	742
Provision for collective impairment of loans receivable	就應收貸款整體減值作出撥備	3,846	668
At end of the period/year	於期/年終	5,256	1,410

As at 30 September 2017, loans receivable amounted to HK\$2,443,000 (31 March 2017: HK\$1,761,000) had been written-off. These relate to customers who are either (i) in financial difficulties; (ii) declared bankrupted; or (iii) dead and in the opinion of the directors, such loans receivable are uncollectible.

12 應收貸款(續)

就私人貸款而言，本集團自私人貸款業務開展以來透過採用過往減值率，以及參考其他持牌放債人所採用比率，對應收貸款進行整體減值評估。

本集團就應收貸款整體減值之變動如下：

於2017年9月30日，應收貸款2,443,000港 元(2017年3月31日：1,761,000港 元)已撇銷。有關款項與(i)面對財務困難；(ii)已宣佈破產；或(iii)已死亡之客戶有關，且董事認為無法收回有關應收貸款。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

12 LOANS RECEIVABLE (Continued)

A maturity profile of the loans receivable as at the end of the reporting periods, based on the maturity date, net of provision, is as follows:

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Current	即期	639,439	760,003
2-5 years	2至5年	33,719	21,213
Over 5 years	5年以上	68,473	37,826
		741,631	819,042

As at 30 September 2017, certain properties mortgaged to the subsidiary of the Company for loans granted to its respective customers were pledged to independent third party to secure bank and other borrowings granted (Note 14 (iii)).

12 應收貸款(續)

根據到期日，應收貸款於報告期末之到期情況(扣除撥備)如下：

於2017年9月30日，若干就個別客戶所獲授貸款而按予本公司附屬公司之物業已質押予獨立第三方，以取得獲授之銀行及其他借款(附註14(iii))。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

13 INTEREST RECEIVABLES

13 應收利息

		As at 30 September 2017 於 2017 年 9 月 30 日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於 2017 年 3 月 31 日 HK\$'000 千港元 (Audited) (經審核)
Interest receivables	應收利息	17,064	17,887

The Group's interest receivables, which arise from the money lending business of providing property mortgage loans and personal loans in Hong Kong, are denominated in Hong Kong dollars.

本集團之應收利息來自於香港提供物業按揭貸款及私人貸款之放債業務，並以港元計值。

Except for interest receivables of HK\$861,000 (31 March 2017: HK\$412,000) which are unsecured, interest receivables are secured by collaterals provided by customers and repayable with fixed terms agreed with the Group's customers. The maximum exposure to credit risk at each of the reporting dates is the carrying value of the receivables mentioned above.

除為數 861,000 港元 (2017 年 3 月 31 日：412,000 港元) 之應收利息為無抵押外，應收利息以客戶提供之抵押品作為抵押，並須於與本集團客戶議定之固定期限內償還。於各報告日期所面臨之最大信貸風險為上文所述應收款項之賬面值。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

14 BANK AND OTHER BORROWINGS

Bank and borrowings are analysed as follows:

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Bank loans	銀行貸款	204,922	236,545
Bank overdrafts	銀行透支	28,678	36,207
Other borrowings	其他借款	35,000	43,000
Total bank and other borrowings	銀行及其他借款總額	268,600	315,752

The weighted average effective interest rate on bank loans and bank overdrafts during the six months ended 30 September 2017 was 5.5% (31 March 2017: 5.1%) per annum.

The other borrowings of HK\$35,000,000 (31 March 2017: HK\$43,000,000) are unsecured, bear interest at rates ranging from 6.0% to 7.0% per annum (31 March 2017: ranging from 6.0% to 7.0%) per annum and repayable within one year.

At 30 September 2017 and 31 March 2017, all bank borrowings are denominated in Hong Kong dollars.

14 銀行及其他借款

銀行及借款分析如下：

截至2017年9月30日止六個月，銀行貸款及銀行透支之加權平均實際年利率為5.5%（2017年3月31日：5.1%）。

為數35,000,000港元（2017年3月31日：43,000,000港元）之其他借款為無抵押、按年利率介乎6.0%至7.0%（2017年3月31日：介乎6.0%至7.0%）計息及須於一年內償還。

於2017年9月30日及2017年3月31日，所有銀行借款以港元計值。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

14 BANK AND OTHER BORROWINGS

(Continued)

As at 30 September 2017, the bank loans and overdrafts utilised by the Group amounted to HK\$233,600,000 (31 March 2017: HK\$272,752,000) were secured by the following:

- (i) investment properties held by the Group amounting to HK\$72,920,000 (31 March 2017: HK\$64,530,000);
- (ii) land and buildings held by the Group with net book value of HK\$78,670,000 (31 March 2017: HK\$79,639,000). The fair value of these land and buildings were approximately HK\$151,900,000 (31 March 2017: HK\$134,890,000);
- (iii) pledge of certain properties mortgaged to a subsidiary of the Company for loans granted to its respective customers. The fair value of these properties were approximately HK\$198,300,000 (Note 12) (31 March 2017: HK\$273,500,000); and
- (iv) corporate guarantee of the Company.

14 銀行及其他借款(續)

於2017年9月30日，本集團已使用之銀行貸款及透支為233,600,000港元(2017年3月31日：272,752,000港元)，以下列各項作為抵押：

- (i) 本集團持有之金額為72,920,000港元(2017年3月31日：64,530,000港元)之投資物業；
- (ii) 本集團持有之賬面淨值為78,670,000港元(2017年3月31日：79,639,000港元)之土地及樓宇。該等土地及樓宇之公平值約為151,900,000港元(2017年3月31日：134,890,000港元)；
- (iii) 就各客戶獲授貸款質押予本公司一間附屬公司之若干物業抵押。該等物業之公平值約為198,300,000港元(附註12)(2017年3月31日：273,500,000港元)；及
- (iv) 本公司之企業擔保。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

15 BONDS

During the six months period ended 30 September 2017, the Company has balances of Bond I and Bond II (in aggregate, the "Bonds") with an aggregate amount of HK\$84,000,000 and HK\$37,000,000 (31 March 2017: HK\$84,000,000 and HK\$37,000,000), before placing commission, respectively with coupon rates at 6.0% (2016: 6.0%) and 4.5% (2016: 4.5%) per annum, respectively, repayable in 7 years from the respective issue dates. Bond II carries an option by the bondholder to redeem Bond II three years after the date of issuance.

The aggregate carrying amounts of the Bonds are HK\$114,972,000 as at 30 September 2017 (31 March 2017: HK\$113,797,000), of which HK\$36,700,000 are redeemable within one year from 30 September 2017, approximate to their fair values. The fair values are determined using the expected future payments discounted at effective interest rates prevailing at the period end date and are within level 3 of the fair value hierarchy. The carrying amounts of the Group's bonds are denominated in Hong Kong dollars.

15 債券

截至2017年9月30日止六個月期間，本公司有總金額(扣除配售佣金前)分別為84,000,000港元及37,000,000港元(2017年3月31日：84,000,000港元及37,000,000港元)之債券一及債券二(統稱「債券」)結餘，有關債券之票面年息率分別為6.0%(2016年：6.0%)及4.5%(2016年：4.5%)，須由各自之發行日期起計7年內償還。債券二賦予債券持有人選擇權可於發行日期後三年贖回債券二。

於2017年9月30日，債券之賬面值合共為114,972,000港元(2017年3月31日：113,797,000港元)，與其公平值相若，其中36,700,000港元須於2017年9月30日起一年內贖回。公平值乃使用按期間結算日之現行實際利率貼現預期未來付款而釐定，並屬公平值等級第三級範圍內。本集團債券之賬面值以港元計值。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

16 COMMITMENTS

Operating lease commitments — Group as lessor

The Group leases out its investment properties to independent third parties under non-cancellable operating lease agreements. The lease term ranges from 1 to 2 years, and the lease agreements are renewable at the end of the lease periods at market rate.

The future aggregate minimum lease receipts under non-cancellable operating leases in respect of the investment properties are as follows:

		As at 30 September 2017 於2017年 9月30日 HK\$'000 千港元 (Unaudited) (未經審核)	As at 31 March 2017 於2017年 3月31日 HK\$'000 千港元 (Audited) (經審核)
Within 1 year	1年內	1,239	1,895
Within 2–5 years	2至5年內	605	132
		1,844	2,027

The Company did not have any significant commitments as at 30 September 2017 (31 March 2017: Nil).

16 承擔

經營租賃承擔 — 本集團作為出租人

本集團根據不可撤銷之經營租賃協議將其投資物業出租予獨立第三方。租賃期限介乎1至2年，租賃協議可於租期結束時按市場租金續期。

根據投資物業之不可撤銷經營租約，應收之未來最低租金總額如下：

於2017年9月30日，本公司並無任何重大承擔(2017年3月31日：無)。

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

17 RELATED PARTY TRANSACTIONS

Related parties are those parties that have the ability to control the other party or exercise significant influence in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence.

The following is a summary of the significant transactions carried out between the Group and its related parties in the ordinary course of business during the six months ended 30 September 2017 and 2016, and balances arising from related party transactions as at 30 September 2017 and 31 March 2017.

(a) Significant related party transactions

Saved as disclosed elsewhere in this report, the following significant transactions were undertaken by the Group with related parties.

17 關聯方交易

關聯方指有能力控制另一方或可對另一方之財政及營運決策行使重大影響力之人士。受共同控制或共同重大影響之人士亦被視為有關聯。

下文概述本集團與其關聯方於截至2017年及2016年9月30日止六個月期間在日常業務過程中進行之重大交易，以及於2017年9月30日及2017年3月31日之關聯方交易結餘。

(a) 重大關聯方交易

除本報告其他部份所披露者外，本集團與關聯方進行之重大交易如下。

		Six months ended 30 September 截至9月30日止六個月	
		2017 2017年 HK\$'000 千港元 (Unaudited) (未經審核)	2016 2016年 HK\$'000 千港元 (Unaudited) (未經審核)
Interest expenses paid to a fellow subsidiary — Tin Ching Industrial Company Limited ("Tin Ching Industrial")	付予一間同系附屬公司 之利息開支 — 天晶實業有限公司 (「天晶實業」)	1,968	2,053

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

中期簡明綜合財務報表附註

17 RELATED PARTY TRANSACTIONS

(Continued)

(a) Significant related party transactions (Continued)

Interest expenses on an amount due to a fellow subsidiary was charged at interest rate of 6.5% (2016: 6.5%) per annum.

(b) Amount due to a fellow subsidiary

Tin Ching Industrial, a fellow subsidiary, provided the Group with a loan facility with a limit of HK\$150,000,000 (31 March 2017: HK\$150,000,000), of which the Group utilised an amount of HK\$34,900,000 as at 30 September 2017 (31 March 2017: HK\$69,700,000).

The amount was unsecured, interest bearing at interest rate of 6.5% (31 March 2017: 6.5%) per annum on the outstanding amount, and repayable on demand. The carrying amount of the amount due to a fellow subsidiary is denominated in Hong Kong dollars.

17 關聯方交易 (續)

(a) 重大關聯方交易 (續)

有關應付一間同系附屬公司款項之利息開支，乃按年利率6.5% (2016年：6.5%) 收取。

(b) 應付一間同系附屬公司款項

同系附屬公司天晶實業向本集團提供貸款融資，限額為150,000,000港元 (2017年3月31日：150,000,000港元)，本集團於2017年9月30日已動用其中34,900,000港元 (2017年3月31日：69,700,000港元)。

該款項為無抵押、未清結餘按年利率6.5% (2017年3月31日：6.5%) 計息，及按要求償還。應付一間同系附屬公司款項之賬面值以港元計值。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

BUSINESS REVIEW

Our Group has been established for more than 20 years and since our establishment, we have principally engaged in the money lending business of providing property mortgage loans in Hong Kong under the Money Lenders Ordinance (Chapter 163 of the Laws of Hong Kong). During the six months ended 30 September 2017 (the “interim period 2017”), we are still principally focused on our property mortgage loans business under our well-known and highly recognised brand name “**Hong Kong Finance**”.

The property market in Hong Kong has been active and energetic again since the beginning of 2016 and the Centa-City Leading Index continued to reach its highest record during the interim period 2017, showing that the property market in Hong Kong has continued to be boiling hot and high rocketing. However, the market competition was still keen with persistent increase in the number of money lenders, and having considered and expected the rises of interest rate in the United States of America and of the prime interest rate in Hong Kong, we considered the property market remained challenging with full of uncertainties during the interim period 2017. A prudent and cautious approach for conducting our mortgage loan business was therefore still necessary and adopted for the current interim period 2017.

業務回顧

本集團成立至今逾20年，自成立以來，我們主要根據香港法例第163章《放債人條例》於香港從事提供物業按揭貸款之放債業務。於截至2017年9月30日止六個月（「2017年中期期間」），我們仍主要以知名及深入民心之「**香港信貸**」品牌專注經營物業按揭貸款業務。

香港物業市場自2016年初一直活躍及暢旺。中原城市領先指數於2017年中期期間創歷史新高，反映香港物業市場仍然熾熱，升勢銳不可擋。然而，由於市場競爭依然激烈，放債人數目持續上升，另考慮到美國息率及香港最優惠利率調高，我們認為2017年中期期間物業市場仍然充滿挑戰及不明朗因素，故2017年中期期間有必要繼續採取審慎態度經營按揭貸款業務。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

We continued to tighten our credit policy when granting mortgage loans to our customers and intended to provide more first-mortgage loan products to our high net worth customers with sound quality and credit history. We anticipated that the above prudent measures and the uncertainty of the property market would affect our financial performance in the foreseeable future. Therefore, to expand our money lending business, capture and enlarge our market share and segments in this money lending industry, and improve our overall interest margin, apart from our core mortgage loan business, we have diversified and soft-launched our new personal loan product under the young and easy-recognised brand name “**EasyLend**” in the last quarter of 2016. This launch represents a new era for us to expand our new position in the money lending market. During the interim period 2017, the personal loan products have already contributed interest income to our Group. Our interest income increased by HK\$9.9 million or 19.8% to HK\$60.0 million for the interim period 2017. Our net interest margin also slightly improved to 12.4% as compared to 12.2% attained in last period and to 12.0% attained for the year ended 31 March 2017. Our overall loans receivable reduced to HK\$741.6 million (net of provisions) as at 30 September 2017, as compared to HK\$819.0 million (net of provisions) as at 31 March 2017.

We foresee that the property market in Hong Kong is still energetic and full of business opportunities but, at the same time, with great challenges and uncertainty arising from the rocketing property prices and expected increase in interest rates. We consider the above prudent measures are necessary during the time of unstable and uncertain economic environment and these measures would produce a more solid and healthy position in our mortgage loan business which would compensate the impact on our net interest income and mortgage loan portfolio.

我們繼續收緊向客戶授出按揭貸款之信貸政策，並透過向高質素及信貸記錄良好之高淨值客戶提供一按揭貸款產品。我們預期上述審慎措施及物業市場之不明朗因素將於可見將來對我們之財務表現構成影響。除核心按揭貸款業務之外，為進一步擴充旗下放債業務以爭取及壯大於相關放債行業之市場份額及分部並增加整體息差，我們於2016年最後一季以年輕及易於辨識之「**易貸網**」品牌多元化試推新私人貸款產品，為我們涉足放債市場新範疇揭開序幕。於2017年中期期間，私人貸款產品已為本集團貢獻利息收入。2017年中期期間，利息收入增加9,900,000港元或19.8%至60,000,000港元。淨息差亦輕微改善至12.4%，去年同期及截至2017年3月31日止年度則分別錄得12.2%及12.0%。整體應收貸款由2017年3月31日之819,000,000港元(扣除撥備後)減至2017年9月30日之741,600,000港元(扣除撥備後)。

我們預期香港物業市場仍然暢旺，商機處處，惟同時物業價格飆升及預期利率調高亦帶來重重挑戰及不明朗因素。我們認為採取上述審慎措施於經濟環境不穩及不明朗時期實屬必要，而該等措施可令我們旗下按揭貸款業務更為穩健，以彌補對淨利息收入及按揭貸款組合之影響。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

We shall continue to grab business opportunity to expand our mortgage loan portfolio and at the same time, we shall focus on enlarging our personal loan portfolio so as to enlarge our market share in the money lending industry and to improve our overall interest margin.

INDUSTRIAL REVIEW

Since the end of 2016, the Hong Kong Government has imposed additional licensing conditions on money lenders to counteract illegal loans and financial intermediaries. Although we do not place substantial reliance on financial intermediaries to refer lending business to our Group, the above additional licensing conditions created further competition on the money lending industry resulting in those small to medium-sized finance companies which significantly relied on financial intermediaries for business referral, turned to offering much lower interest rates to attract customers, creating a price war and affecting overall yields earned by those money lenders. We believe the above would continue and we shall face more competition in capturing new business opportunity to expand our loan portfolio.

FINANCIAL REVIEW

Revenue

Our interest income from money lending business of providing property mortgage loans and personal loans in Hong Kong increased by HK\$9.9 million or 19.8% from HK\$50.1 million for the six months ended 30 September 2016 (the “interim period 2016”) to HK\$60.0 million for the interim period 2017. Such increase was primarily due to the new launch of personal loan business which started to contribute interest income to our Group during the interim period 2017.

我們將繼續把握商機以擴充旗下按揭貸款組合，同時我們亦致力擴大私人貸款組合以擴大我們於放債業之市場佔有率並改善整體息差。

行業回顧

自2016年底以來，香港政府已對放債人施加額外牌照條件，以打擊非法貸款及財務中介人。儘管我們毋須倚賴財務中介人向本集團轉介貸款業務，惟上述額外牌照條件為放債業造成進一步競爭，導致倚賴財務中介人轉介業務之中小型財務公司提供特低利率吸引客戶、發動價格戰並影響該等放債人整體收益。我們相信上述情況將會持續，而我們在把握新商機以擴展貸款組合方面亦將面對更大競爭。

財務回顧

收益

本集團來自在香港提供物業按揭貸款及私人貸款放債業務之利息收入，由截至2016年9月30日止六個月（「2016年中期期間」）之50,100,000港元增加9,900,000港元或19.8%至2017年中期期間之60,000,000港元。有關增加主要由於推出新私人貸款業務，該業務於2017年中期期間開始為本集團貢獻利息收入。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

Other income

Other income mainly represented fair value gains on revaluation of investment properties and rental income.

Other income increased mainly attributable to the increase in fair value gains on revaluation of investment properties which increased by 211.1% from HK\$2.7 million for the interim period 2016 to HK\$8.4 million for the interim period 2017. The fair value gains on revaluation of investment properties reflected the significant upward revaluation of the commercial and residential properties held by our Group during the interim period 2017.

Provision for impairment and write-off of loans receivable and repossessed assets, net

The balance increased by HK\$8.1 million, or 1,012.5%, from HK\$0.8 million for the interim period 2016 to HK\$8.9 million for the interim period 2017. The increase was mainly attributable to the increase of provision for individual impairment assessment, collective impairment assessment as well as write-off of loans receivable of HK\$2.5 million, HK\$3.2 million and HK\$2.4 million, respectively. Increase in provision for individual impairment assessment of loans receivable was due to the default payments of property mortgage loan customers as well as the personal loan customers of which we considered their recoverability were remote. The increase in provision for collective impairment assessment of loans receivable is calculated with reference to the historical impairment rate and is in line with the increase with the increase in provision for individual impairment assessment of loans receivable. The increase in write-off of loans receivable was due to the increase in personal loans receivable in which we considered them as uncollectible either due to (i) the long overdue payments; (ii) bankruptcy of the customers; or (iii) death of the customers.

其他收入

其他收入主要指重估投資物業之公平值收益及租金收入。

其他收入增加主要由於重估投資物業之公平值收益由2016年中期期間之2,700,000港元增加211.1%至2017年中期期間之8,400,000港元。重估投資物業之公平值收益反映2017年中期期間本集團所持有商業及住宅物業之重估價值顯著上升。

應收貸款及收回資產減值撥備及撇銷淨額

結餘由2016年中期期間800,000港元增加8,100,000港元或1,012.5%至2017年中期期間8,900,000港元。有關增幅主要由於應收貸款之個別減值評估撥備、整體減值評估撥備及撇銷分別增加2,500,000港元、3,200,000港元及2,400,000港元。應收貸款個別減值評估撥備增加乃歸因於物業按揭貸款客戶及私人貸款客戶之欠款，我們認為其收回之可能性甚微。應收貸款整體減值評估撥備之增幅乃參考過往減值率計算得出，並與應收貸款個別減值評估撥備增幅相若。應收貸款撇銷增加乃由於因(i)長期逾期付款；(ii)客戶破產；或(iii)客戶離世而導致我們認為無法收回之應收私人貸款增加。

MANAGEMENT DISCUSSION AND ANALYSIS

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Administrative expenses

We incurred administrative expenses of HK\$24.3 million for the interim period 2017 (interim period 2016: HK\$13.8 million), which mainly comprised employee benefit expenses, advertising and marketing expenses, depreciation of property, plant and equipment and other miscellaneous expenses. The amounts increased significantly mainly due to the increases in employee benefit expenses due to the increase in headcount and advertising and marketing expenses resulting from the investment and injection of resources to our new personal loan business during the interim period 2017 which pushed up our overall administrative expenses.

Finance costs

We incurred finance costs of HK\$13.2 million for the interim period 2017 (interim period 2016: HK\$10.7 million), which mainly comprised interest on interest bearing bank and other borrowings, amount due to a fellow subsidiary, and issue of bonds. The increase in the finance costs by HK\$2.5 million or 23.4% was mainly attributable to the increase in bank borrowings and other borrowings.

Net interest margin

The net interest margin of our money lending business slightly increased from 12.2% for the interim period 2016 to 12.4% for the interim period 2017, which mainly attributed to the contribution from personal loan business which generally offered relatively higher interest rate to personal loan customers than to mortgage loan customers.

Profit and total comprehensive income

As a result of the foregoing, our profit and total comprehensive income for the interim period 2017 and 2016 attributable to owners of our Company achieved HK\$20.6 million and HK\$24.4 million, respectively, representing a decrease of 15.6%.

行政開支

我們於2017年中期期間所產生之行政開支為24,300,000港元(2016年中期期間: 13,800,000港元), 主要包括員工福利開支、廣告及營銷開支、物業、廠房及設備折舊, 以及其他雜項開支。金額大幅增加主要由於員工人數增加令員工福利開支上升, 以及2017年中期期間投資及投放資源於新私人貸款業務導致廣告及營銷開支增加, 因而提高整體行政開支。

融資成本

我們於2017年中期期間產生之融資成本為13,200,000港元(2016年中期期間: 10,700,000港元), 當中主要包括計息銀行及其他借款、應付一間同系附屬公司款項及發行債券之利息。融資成本增加2,500,000港元或23.4%, 主要由於銀行借款及其他借款增加。

淨息差

放債業務之淨息差由2016年中期期間之12.2%, 輕微增加至2017年中期期間之12.4%, 主要由於私人貸款業務所帶來貢獻, 因提供予私人貸款客戶之利率較提供予按揭貸款客戶之利率為高。

溢利及全面收入總額

因上文所述, 本公司擁有人應佔2017年及2016年中期期間之溢利及全面收入總額分別為20,600,000港元及24,400,000港元, 跌幅為15.6%。

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管理層討論及分析

LIQUIDITY AND SOURCES OF FINANCIAL RESOURCES

During the interim period 2017, our Group's operations and capital requirements were financed principally through retained earnings, loans or advances from our controlling shareholder, Tin Ching Industrial Company Limited, as well as banks and other borrowings, and the issue of bonds. Based on our current and anticipated levels of operations, barring unforeseeable market conditions, our future operations and capital requirements will be financed through loans from banks or other financial institutions that are independent third parties, retained earnings, proceeds from the issue of the bonds and our share capital. We had no significant commitments for capital expenditure during the interim period 2017.

As at 30 September 2017, cash and cash equivalents amounted to HK\$28.7 million (31 March 2017: HK\$15.3 million); amount due to a fellow subsidiary amounted to HK\$34.9 million (31 March 2017: HK\$69.7 million); interest bearing bank and other borrowings amounted to HK\$268.6 million (31 March 2017: HK\$315.8 million), and bonds amounted to HK\$115.0 million (31 March 2017: HK\$113.8 million).

During the interim period 2017, all interest bearing bank borrowings were repayable on demand and were secured by our Group's investment properties, land and buildings, certain properties mortgaged to our subsidiary and corporate guarantee of our Company. The amount due to a fellow subsidiary and other borrowings were unsecured, interest bearing at a rate ranging from 6.0% to 7.0% per annum with fixed term of repayment. The bonds were unsecured, interest bearing at their respective pre-determined interest rate ranging from 4.5% to 6.0% per annum, and were repayable upon 7 years of its maturity.

流動資金及財務資源之來源

於2017年中期期間，本集團經營及資本需求主要由保留盈利、來自控股股東天晶實業有限公司之貸款或墊款以及銀行及其他借款與發行債券所得款項提供資金。根據本集團目前及預期之營運水平，撇除不可預見之市況，本集團之未來營運及資金需求將以銀行或其他金融機構（均為獨立第三方）之貸款、保留盈利、發行債券所得款項及股本提供資金。於2017年中期期間，我們並無任何重大資本開支承擔。

於2017年9月30日，現金及現金等價物為28,700,000港元(2017年3月31日：15,300,000港元)；應付一間同系附屬公司款項為34,900,000港元(2017年3月31日：69,700,000港元)；計息銀行及其他借款為268,600,000港元(2017年3月31日：315,800,000港元)及債券為115,000,000港元(2017年3月31日：113,800,000港元)。

於2017年中期期間，所有計息銀行借款均須按要求償還，並由本集團之投資物業、土地及樓宇、抵押予本公司附屬公司之若干物業以及本公司之企業擔保作抵押。應付一間同系附屬公司款項及其他借款為無抵押，按介乎6.0%至7.0%之年利率計息，並附帶固定還款期。債券為無抵押，按介乎4.5%至6.0%之預設年利率計息，並須於7年之有效期屆滿時償還。

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During the interim period 2017, none of our banking facilities were subject to any covenants relating to financial ratio requirements or any material covenants that restrict our Group to undertake additional debt or equity financing. As at 30 September 2017, our unutilised banking facilities and other unutilised facility available to our Group for drawdown amounted to HK\$24.4 million and HK\$115.1 million, respectively. It is our Group's policy to prioritise the utilisation of our available facilities which offer the lowest finance cost to our Group.

During the interim period 2017, our bonds were subject to covenants relating to financial ratio requirements, such as interest coverage ratio, current ratio and debt to equity ratio.

KEY FINANCIAL RATIOS

The following table sets forth the key financial ratios of our Group during the interim period 2016 and 2017 and as at 31 March 2017 and 30 September 2017 respectively:

		As at 30 September 2017 於2017年 9月30日	As at 31 March 2017 於2017年 3月31日
Current ratio ⁽¹⁾	流動比率 ⁽¹⁾	1.95	2.04
Gearing ratio ⁽²⁾	負債比率 ⁽²⁾	0.76	0.97

於2017年中期期間，銀行融資概無涉及與財務比率規定有關之任何契約或限制本集團承擔額外債務或股本融資之任何重大契約。於2017年9月30日，可供本集團提取之未動用銀行融資及其他未動用融資分別為24,400,000港元及115,100,000港元。本集團之政策為優先動用只需承擔最低融資成本之可動用融資。

於2017年中期期間，債券附帶涉及與財務比率規定有關之契約，如利息覆蓋率、流動比率及債務對權益比率。

主要財務比率

下表闡述本集團分別於2016年及2017年中期期間以及於2017年3月31日及2017年9月30日之主要財務比率：

		For the six months ended 30 September 截至9月30日止六個月	
		2017 2017年	2016 2016年
Net interest margin ratio ⁽³⁾	淨息差比率 ⁽³⁾	12.4%	12.2%
Return on equity ratio ⁽⁴⁾	股本回報率 ⁽⁴⁾	8.0%	10.1%
Interest coverage ratio ⁽⁵⁾	利息覆蓋率 ⁽⁵⁾	2.1 times 倍	3.4 times 倍

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Notes:

- (1) Current ratio was calculated by dividing current assets by current liabilities as at the respective period/year-end date.
- (2) Gearing ratio was calculated by dividing net debts (being the total interest bearing bank and other borrowings, amount due to a fellow subsidiary and the bonds, less cash and cash equivalents) by total equity as at the respective period/year-end date.
- (3) Net interest margin ratio was calculated by dividing annualised net interest income (being the annualised interest income net of annualised finance costs) by the monthly average balance of loan receivable at the respective period-end date.
- (4) Return on equity ratio was calculated by dividing annualised profit and total comprehensive income for period attributable to owners of the Company by the total equity as at the respective period-end date.
- (5) Interest coverage ratio was calculated by dividing profit before finance costs and income tax expenses (excluding fair value gains on revaluation of investment properties) by the finance costs for the corresponding period.

附註：

- (1) 流動比率乃將於各期間／年度結算日之流動資產除以流動負債計算得出。
- (2) 負債比率乃將於各期間／年度結算日之負債淨額(即計息銀行及其他借款總額、應付一間同系附屬公司款項以及債券減現金及現金等價物)除以權益總額計算得出。
- (3) 淨息差比率乃將於各期間結算日之年利息收入淨額(即經扣除按年計算融資成本之年利息收入)除以應收貸款平均每月結餘計算得出。
- (4) 股本回報率乃將於各期間結算日之本公司擁有人應佔年度化溢利及期間全面收入總額除以權益總額計算得出。
- (5) 利息覆蓋率乃將相關期間之除融資成本及所得稅開支前溢利(不包括重估投資物業之公平值收益)除以融資成本計算得出。

SIGNIFICANT INVESTMENTS HELD, MATERIAL ACQUISITIONS AND DISPOSALS

Our Group did not have any significant investments held, material acquisitions and disposals of subsidiaries and associated companies during the interim period 2017.

IMPORTANT EVENTS OCCURRED AFTER THE SIX MONTHS ENDED OF 30 SEPTEMBER 2017

Our Group did not have any important events affecting our Company and our subsidiaries since the six months ended 30 September 2017 and up to the date of this report.

所持有之重大投資、重大收購及出售事項

於2017年中期期間，本集團概無持有任何重大投資、有關附屬公司及聯營公司之重大收購及出售事項。

截至2017年9月30日止六個月後發生之重要事件

自截至2017年9月30日止六個月起至本報告日期止，本集團概無發生任何可影響本公司及其附屬公司之重要事件。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

EMPLOYEES AND REMUNERATION POLICY

As at 30 September 2017 our Group employed 43 (interim period 2016: 24) full time employees. The total staff costs of our Group for the interim period 2017 were HK\$9.0 million (interim period 2016: HK\$5.4 million).

Our Group adopts a remuneration policy covering the position, duties and performance of our employees. The remuneration of our employees may include salary, overtime allowance, bonus and various subsidies. We conduct performance appraisal on an annual basis. Our Company has also adopted a share option scheme on 4 September 2013, the purpose of which is to provide incentives to our employees who made contributions to our Group with a view to motivating them and/or attracting and retaining them for the long term growth of our Group. No share option was granted during the interim period 2017. As at 30 September 2017, 18,800,000 share options were still outstanding which represents approximately 4.5% of the issued ordinary shares of our Company.

CHARGES ON GROUP ASSETS

As at 30 September 2017, our land and buildings with a carrying value of HK\$78.7 million (31 March 2017: HK\$79.6 million), our investment properties with a fair value of HK\$72.9 million (31 March 2017: HK\$64.5 million) and certain properties mortgaged to our subsidiary with aggregate fair values of these properties of approximately HK\$198.3 million (31 March 2017: 273.5 million) were secured for the Group's bank borrowings.

僱員及薪酬政策

於2017年9月30日，本集團聘有43名全職僱員（2016年中期期間：24名）。本集團於2017年中期期間之員工成本總額為9,000,000港元（2016年中期期間：5,400,000港元）。

本集團採納與僱員之職位、職責及表現有關之薪酬政策。僱員之薪酬可包括工資、加班津貼、花紅及各種補貼。我們每年進行表現評估。本公司於2013年9月4日亦採納購股權計劃，目的為獎勵對本集團作出貢獻之僱員，以鼓勵彼等及／或吸引以及留聘彼等為本集團之長期增長努力。於2017年中期期間內，並無授出任何購股權。於2017年9月30日，18,800,000份購股權仍未行使，相當於本公司已發行普通股約4.5%。

本集團資產抵押

於2017年9月30日，賬面值78,700,000港元（2017年3月31日：79,600,000港元）之土地及樓宇，公平值72,900,000港元（2017年3月31日：64,500,000港元）之投資物業以及公平值總額約為198,300,000港元（2017年3月31日：273,500,000港元）之若干抵押予旗下附屬公司之物業已用作本集團銀行借款之抵押。

MANAGEMENT DISCUSSION AND ANALYSIS

管理層討論及分析

FOREIGN EXCHANGE EXPOSURE

During the interim period 2017, the business activities of our Group were denominated in Hong Kong dollars. Our Directors did not consider our Group was exposed to any significant foreign exchange risks. Our Group did not use derivative financial instruments to hedge against the volatility associated with foreign currency transactions and other financial assets and liabilities arising in the ordinary course of business.

CONTINGENT LIABILITIES

As at 30 September 2017, our Group had no material contingent liabilities (31 March 2017: Nil).

FUTURE DEVELOPMENT AND PROSPECTS

For our mortgage loan business, as discussed above, the boiling hot and high rocketing property market in Hong Kong produces business opportunity but, at the same time, creates challenges and uncertainties to us when expanding our mortgage loan portfolio. As we are professional and highly experienced in our mortgage loan business, we foresee the above situation would continue and periodical prudent measures, increasing the proportion of first mortgage loans and tightening credit policy are important and essential and are expected to be attained in our Group's mortgage loan business in foreseeable future.

外匯風險

於2017年中期期間，本集團業務活動以港元計值。董事認為本集團並無承受任何重大外匯風險。本集團並無使用衍生金融工具以對沖外幣交易以及日常業務過程中產生之其他金融資產及負債有關之波幅。

或然負債

於2017年9月30日，本集團概無任何重大或然負債(2017年3月31日：無)。

未來發展及前景

就按揭貸款業務而言，誠如上文所述，香港物業市場熾熱及升勢銳不可擋確實製造不少商機，但在我們擴展按揭貸款業務之際亦同時帶來挑戰及不明朗因素。由於我們對按揭貸款業務有專業知識及經驗豐富，我們預期上述情況將會持續，故定期採取審慎措施、增加一按貸款比例及緊縮信貸政策至關重要及不可或缺，並預期將於可見將來於本集團之按揭貸款業務中繼續落實。

MANAGEMENT DISCUSSION AND ANALYSIS

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To further expand our money lending business and to capture and enlarge our market shares and segments in this money lending industry, we have diversified and launched our new personal loan product under the young and easy-recognised brand name “**EasyLend**”. We believe that **EasyLend** would be the other revenue and profit driver of our Group and we shall continue to invest resources in our personal loan business such as system formulation and integration, human resources, information technology, etc. Although **EasyLend** was still at its investment stage which did not produce positive operating results to our Group during the interim period 2017, based on our professionalism in money lending market, and on our capital investment in this personal loan business, we strongly believe that **EasyLend** could grow with fruitful results which would increase our interest income and margin and the profitability of our Group in the foreseeable future.

為進一步擴充旗下放債業務以爭取及壯大於相關放債行業之市場份額及分部，我們以年輕及易於辨識之「**易貸網**」品牌多元化推行新私人貸款產品。我們相信**易貸網**將為本集團另一收益及溢利來源，並將繼續投放資源於私人貸款業務，如建立及整合系統、人力資源及資訊科技等。儘管**易貸網**於2017年中期期間仍處於投資階段而尚未為本集團帶來正面經營業績，惟基於我們對放債市場之專業認知及對私人貸款業務之資本投資，我們深信**易貸網**定能創造佳績，於可見將來提高本集團之利息收入及利潤以及盈利能力。

OTHER INFORMATION

其他資料

DISCLOSURE OF INTERESTS

Directors' and chief executive's interests and/or short positions in shares and underlying shares or any other associated corporation

At 30 September 2017, the interests and/or short positions of each Director and the chief executive of our Company in the shares and underlying shares of our Company and our associated corporations (within the meaning of Part XV of SFO) which were (i) recorded in the register kept by our Company pursuant to Section 352 of the SFO; or (ii) notified to our Company and the Stock Exchange pursuant to Divisions 7 and 8 of Part XV of the SFO and the Model Code, were as follows:

權益披露

董事及最高行政人員於股份及相關股份或任何其他相聯法團之權益及／或淡倉

於2017年9月30日，本公司各董事及最高行政人員於本公司及其相聯法團（定義見證券及期貨條例第XV部）之股份及相關股份擁有(i)根據證券及期貨條例第352條規定記錄於本公司存置之登記冊之權益及／或淡倉；或(ii)根據證券及期貨條例第XV部第7及8分部以及標準守則之規定已知會本公司及聯交所之權益及／或淡倉如下：

Interest in the Company (long position)

於本公司之權益（好倉）

Name of Directors 董事姓名	Shares/ Equity derivatives 股份/ 股權衍生工具	Beneficial owner 實益擁有人	Number of Shares and underlying shares held ('000) 所持股份及相關股份數目(千股)	
			Interest in a controlled corporation 於受控制 法團權益	Total (% of the issued share capital of the Company) 總計 (佔本公司已發行 股本之百分比)
Chan Koung Nam 陳光南	(i) Ordinary shares 普通股	–	300,000 (Note 附註(1))	300,000
	(ii) Share options 購股權	3,000 (Note 附註(2))	–	3,000
				303,000 (73.01%)
Chan Kwong Yin William 陳光賢	(i) Ordinary shares 普通股	5,704	300,000 (Note 附註(1))	305,704
	(ii) Share options 購股權	3,000 (Note 附註(2))	–	3,000
				308,704 (74.39%)
Tse Pui To 謝培道	Share options 購股權	2,600 (Note 附註(2))	–	2,600 (0.63%)

OTHER INFORMATION

其他資料

Notes:

- (1) These shares of the Company are held by Tin Ching Holdings. Each of Mr. Chan Koung Nam and Mr. Chan Kwong Yin William owns 50% of the issued share capital of Tin Ching Holdings. By virtue of the provisions of Part XV of the SFO, both Mr. Chan Koung Nam and Mr. Chan Kwong Yin William are deemed to be interested in all the shares of the Company in which Tin Ching Holdings is interested or deemed to be interested.
- (2) These represent the number of shares which will be allotted and issued to the respective Directors upon the exercise of the share options granted to each of them under the Share Option Scheme, details of which are disclosed under this section "Share option scheme" below.

Save as disclosed above, none of our Directors or the chief executive of our Company had registered any interest or short positions in the shares or underlying shares of our Company or any of our associated corporations that was required to be recorded pursuant to Section 352 of the SFO and the Hong Kong Companies Ordinance (Chapter 622 of the Laws of Hong Kong), or as otherwise notified to our Company and the Stock Exchange pursuant to the Model Code.

附註：

- (1) 該等本公司股份由天晶控股持有。陳光南先生及陳光賢先生分別擁有天晶控股已發行股本的50%。根據證券及期貨條例第XV部的條文，陳光南先生及陳光賢先生均被視為於天晶控股擁有或視為擁有權益的所有本公司股份中擁有權益。
- (2) 該等為各董事行使彼等根據購股權計劃獲授的購股權時將獲配發及發行的股份數目，有關詳情於下文「購股權計劃」一節披露。

除上文披露者外，概無本公司董事或最高行政人員於本公司或其任何相聯法團之股份或相關股份中，登記擁有根據證券及期貨條例第352條及香港法例第622章《香港公司條例》須予記錄之任何權益或淡倉，或根據標準守則須知會本公司及聯交所之權益或淡倉。

OTHER INFORMATION

其他資料

Substantial shareholders' interests in shares and/or short positions in shares and underlying shares

As at 30 September 2017, so far as is known to the Directors, the following persons (other than a director or chief executive of our Company), who had interests and/or short positions in the shares or the underlying shares of our Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or as recorded in the register required to be kept under Section 336 of the SFO:

主要股東於股份之權益及／或於股份及相關股份之淡倉

於2017年9月30日，據董事所知，以下人士（董事或本公司最高行政人員除外）於本公司股份或相關股份中，擁有根據證券及期貨條例第XV部第2及第3分部之條文予以披露之權益及／或淡倉，或根據證券及期貨條例第336條規定記錄於須存置之登記冊之權益及／或淡倉：

Name of substantial shareholders 姓名／名稱	Shares/ Equity derivatives 股份／ 股權衍生工具	Beneficial owner 實益擁有人	Number of Shares and underlying shares held ('000) 所持股份及相關股份數目(千股)	
			Interest in a controlled corporation 於受控制 法團權益	Total (% of the issued share capital of the Company) 總計 (佔本公司已發行 股本之百分比)
Tin Ching Holdings 天晶控股	Ordinary shares 普通股	300,000	–	300,000 (72.29%)
Chan Koung Nam 陳光南	(i) Ordinary shares 普通股	–	300,000	300,000
	(ii) Share options 購股權	3,000	–	3,000
				303,000 (73.01%)
Chan Kwong Yin William 陳光賢	(i) Ordinary shares 普通股	5,704	300,000	305,704
	(ii) Share options 購股權	3,000	–	3,000
				308,704 (74.39%)
Head and Shoulders Global Investment Fund SPC – HS Powered Alpha Segregated Portfolio	Ordinary shares 普通股	20,772	–	20,772 (5.01%)

OTHER INFORMATION

其他資料

Save as disclosed above, as at 30 September 2017, there was no other person (other than the Directors or the chief executive of the Company) who had an interest or short position in the shares or underlying shares of our Company which would fall to be disclosed under the provisions of Divisions 2 and 3 of Part XV of the SFO, or which were recorded in the register required to be kept by our Company under Section 336 of the SFO.

Share option scheme

The Company adopted a Share Option Scheme for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the Group. Details of the scheme are disclosed in the 2017 annual report of the Company.

Subject to earlier termination by the Company in general meeting or by the Board, the Share Option Scheme shall be valid and effective for a period of 10 years from 4 September 2013.

During the six months ended 30 September 2017, no option was granted or agreed to be granted pursuant to the Share Option Scheme. As at 30 September 2017, 18,800,000 share options were still outstanding, which represent approximately 4.53% of the issued ordinary shares of our Company.

除上文披露者外，於2017年9月30日，概無其他人士（董事或本公司最高行政人員以外）於本公司之股份或相關股份中，擁有根據證券及期貨條例第XV部第2及第3分部之條文予以披露之權益或淡倉，或根據證券及期貨條例第336條規定記錄於本公司須存置之登記冊之權益或淡倉。

購股權計劃

本公司採納購股權計劃，為對本集團之成功作出貢獻之合資格參與者提供鼓勵及獎賞。該等計劃之詳情於本公司2017年年報內予以披露。

除本公司於股東大會或董事會提前終止外，購股權計劃自2013年9月4日起計10年有效。

截至2017年9月30日止六個月，概無根據購股權計劃授出或同意授出購股權。於2017年9月30日，18,800,000份購股權仍尚未行使，相當於本公司已發行普通股約4.53%。

OTHER INFORMATION

其他資料

Details of the share options outstanding under the Share Option Scheme as at 30 September 2017 are as follows:

於2017年9月30日之購股權計劃下尚未行使購股權詳情如下：

Participant	參與者	Number of options ('000) 購股權數目(千份)			As at 30 September 2017 於2017年 9月30日	Exercise price per share HKH\$ 每股行使價 (港元)	Exercisable from 自以下日期 可行使	Exercisable until 直至以下日期 可行使
		As at 1 April 2017 於2017年 4月1日授出	Exercised during the period 期內行使	Lapsed during the period 期內失效				
Executive Directors	執行董事							
Chan Koung Nam	陳光南	1,000	-	-	1,000	0.89	1 April 2015 2015年4月1日	31 March 2020 2020年3月31日
		1,000	-	-	1,000	0.89	1 April 2016 2016年4月1日	31 March 2020 2020年3月31日
		1,000	-	-	1,000	0.89	1 April 2017 2017年4月1日	31 March 2020 2020年3月31日
Chan Kwong Yin William	陳光賢	1,000	-	-	1,000	0.89	1 April 2015 2015年4月1日	31 March 2020 2020年3月31日
		1,000	-	-	1,000	0.89	1 April 2016 2016年4月1日	31 March 2020 2020年3月31日
		1,000	-	-	1,000	0.89	1 April 2017 2017年4月1日	31 March 2020 2020年3月31日
Tse Pui To	謝培道	867	-	-	867	0.89	1 April 2015 2015年4月1日	31 March 2020 2020年3月31日
		867	-	-	867	0.89	1 April 2016 2016年4月1日	31 March 2020 2020年3月31日
		866	-	-	866	0.89	1 April 2017 2017年4月1日	31 March 2020 2020年3月31日
Continuous contract employees	持續合約僱員	3,668	-	(266)	3,402	0.89	1 April 2015 2015年4月1日	31 March 2020 2020年3月31日
		3,668	-	(266)	3,402	0.89	1 April 2016 2016年4月1日	31 March 2020 2020年3月31日
		3,664	-	(268)	3,396	0.89	1 April 2017 2017年4月1日	31 March 2020 2020年3月31日
Total	總數	19,600	-	(800)	18,800			

OTHER INFORMATION

其他資料

PURCHASE, SALE, OR REDEMPTION OF OUR COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries purchased, sold or redeemed any of the Company's securities during the interim period 2017 and up to the date of this report.

CORPORATE GOVERNANCE PRACTICES

Our Company has adopted and complied with the code provisions as set out in the Corporate Governance Code and Corporate Governance Report contained in Appendix 14 to the Listing Rules during the interim period 2017.

CHANGE IN INFORMATION OF DIRECTORS

Upon specific enquiry by the Company and confirmations from Directors, there is no change in the information of the Directors required to be disclosed pursuant to Rule 13.51B of the Listing Rules since the publication of 2017 annual report of the Company.

COMPLIANCE WITH THE MODEL CODE FOR SECURITIES TRANSACTIONS

The Board has adopted the Model Code to monitor the code of conduct regarding securities transactions by our Directors. Having made enquiry to all Directors, they all have confirmed that they have complied with the required standards as set out in the Model Code during the period under review.

REVIEW OF INTERIM RESULTS

The audit committee of the Company (the "Audit Committee") consists three independent non-executive Directors, namely, Mr. Chan Siu Wing Raymond (Chairman of Audit Committee), Mr. Chu Yat Pang Terry and Mr. Cheung Kok Cheong.

購買、出售或贖回本公司之上市證券

本公司或其任何附屬公司於2017年中期期間及截至本報告日期止概無購買、出售或贖回本公司任何證券。

企業管治常規

於2017年中期期間，本公司已採納並遵守上市規則附錄十四所載《企業管治守則》及《企業管治報告》所載之守則條文。

董事資料變更

根據本公司作出特別查詢及各董事之確認，自本公司2017年年報刊發以來，概無董事資料之變更須根據上市規則第13.51B條之規定而予以披露。

遵守證券交易之標準守則

董事會已採納標準守則，作為規範董事進行證券交易之行為守則。經向全體董事作出查詢後，彼等已確認於回顧期間內一直遵守標準守則所載規定之準則。

審閱中期業績

本公司審核委員會（「審核委員會」）由三名獨立非執行董事組成，包括陳兆榮先生（審核委員會主席）、朱逸鵬先生及張國昌先生。

OTHER INFORMATION

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The Audit Committee has reviewed the unaudited condensed consolidated interim financial information and the interim report of the Company for the interim period 2017 in conjunction with the management of the Group. In addition, the independent auditor of our Company has reviewed the unaudited interim results for the interim period 2017 in accordance with Hong Kong Standard on Review Engagements 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the HKICPA.

INTERIM DIVIDENDS

The Board declared the payment of an interim dividend of HK0.8 cents (interim period 2016: HK1.6 cents) per share for the interim period 2017 and will be payable to the shareholders of our Company whose names appear on the register of members of our Company on Wednesday, 24 January 2018. The interim dividend will be paid on Tuesday, 6 February 2018.

CLOSURE OF REGISTER OF MEMBERS

As disclosed in our announcement dated 12 December 2017 in relating to the change of branch share registrar and transfer office in Hong Kong and our clarification announcement dated 13 December 2017, the register of members of our Company will be closed on Tuesday, 23 January 2018 and Wednesday 24 January 2018, during which period no transfer of shares will be effected. In order to qualify for the interim dividend, all transfers of shares of our Company, duly accompanied by the relevant share certificates, must be lodged with the Hong Kong branch share registrar and transfer office of our Company, Union Registrars Limited, at Suites 3301-04, 33/F., Two Chinachem Exchange Square, 338 King's Road, North Point, Hong Kong for registration no later than 4:30 p.m. on Monday, 22 January 2018.

審核委員會連同本集團管理層已審閱本公司於2017年中期期間之未經審核簡明綜合中期財務資料及中期報告。此外，本公司獨立核數師已根據香港會計師公會頒佈之香港審閱委聘準則第2410號「由實體獨立核數師執行之中期財務資料審閱」審閱2017年中期期間之未經審核中期業績。

中期股息

董事會就2017年中期期間宣派中期股息每股0.8港仙(2016年中期期間：1.6港仙)，將派付予於2018年1月24日(星期三)名列本公司股東名冊之本公司股東。中期股息將於2018年2月6日(星期二)派付。

暫停辦理股份過戶登記

誠如我們日期為2017年12月12日有關更改香港股份過戶登記分處之公佈，以及我們日期為2017年12月13日的澄清公佈所披露，本公司之股東名冊將於2018年1月23日(星期二)及2018年1月24日(星期三)暫停辦理股份登記手續，期間將不會登記股份之過戶。為確保享有中期股息之權利，所有本公司股份過戶文件連同有關股票，必須於2018年1月22日(星期一)下午4時30分前送交本公司之香港股份過戶登記分處聯合證券登記有限公司辦理登記，地址為香港北角英皇道338號華懋交易廣場2期33樓3301-04室。

GLOSSARY

詞彙

In this interim report, unless or otherwise further expressed, the following expressions have the following meanings:

於本中期報告內，除文義另有所指外，下列詞彙具有以下涵義：

“Board” 「董事會」	the board of Directors 董事會
“Company” or “our Company” 「公司」或「本公司」	Hong Kong Finance Group Limited, a company incorporated in the Cayman Islands with limited liability, the Shares of which are listed on the Main Board of the Stock Exchange 香港信貸集團有限公司，一間於開曼群島註冊成立之有限公司，其股份於聯交所主板上市
“Controlling Shareholder(s)” 「控股股東」	has the meaning ascribed to it under the Listing Rules 具上市規則所賦予涵義
“Director(s)” 「董事」	the director(s) of the Company 本公司董事
“Group”, “our Group”, “we”, “our” or “us” 「集團」或「本集團」或「我們」	the Company and its subsidiaries 本公司及其附屬公司
“HK\$” 「港元」	Hong Kong Dollars, the lawful currency of Hong Kong 香港法定貨幣港元
“Hong Kong” 「香港」	the Hong Kong Special Administrative Region of the People’s Republic of China 中華人民共和國香港特別行政區
“Listing Rules” 「上市規則」	the Rules Governing the Listing of Securities on the Stock Exchange 聯交所證券上市規則
“Model Code” 「標準守則」	“Model Code for Securities Transactions by Directors of Listed Issuers” as set out in Appendix 10 to the Listing Rules 上市規則附錄十所載之《上市發行人董事進行證券交易之標準守則》

GLOSSARY

詞彙

“SFO”

「證券及期貨條例」

the Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)

香港法例第571章《證券及期貨條例》

“Shares Option Scheme”

「購股權計劃」

A share option scheme adopted pursuant to a written resolution of the then sole shareholder of our Company on 4 September 2013

於2013年9月4日根據本公司當時唯一股東之書面決議案採納之購股權計劃

“Share(s)”

「股份」

ordinary share(s) of HK\$0.01 each in the share capital of the Company

本公司股本中每股面值0.01港元之普通股

“Shareholder(s)”

「股東」

the holder(s) of Share(s)

股份持有人

“Stock Exchange”

「聯交所」

The Stock Exchange of Hong Kong Limited

香港聯合交易所有限公司

“Tin Ching Holdings”

「天晶控股」

Tin Ching Holdings Limited, a company incorporated in the British Virgin Islands, owned as to 50% by each of Mr. Chan Koung Nam and Mr. Chan Kwong Yin William, and a Controlling Shareholder of our Company

天晶控股有限公司，一間於英屬處女群島註冊成立之公司，由陳光南先生及陳光賢先生各擁有50%權益，並為本公司之控股股東

“Tin Ching Industrial”

「天晶實業」

Tin Ching Industrial Company Limited, a company incorporated in Hong Kong and owed as to 100% interest by Tin Ching Holdings

天晶實業有限公司，一間於香港註冊成立之公司，由天晶控股擁有100%權益



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